

**DRAFT RESOLUTIONS OF THE ORDINARY GENERAL MEETING OF
SHAREHOLDERS OF AEROSTAR S.A.
ON THE DATE OF December 16th 2020**

The Ordinary General Meeting of Shareholders of AEROSTAR SA (the “Company”), with the head office in Bacau, 9 Condorilor Street, registered with the Trade Register Office of the Bacau Court under the number J04/1137/1991 and having sole registration number 950531, convened and conducted in accordance with statutory provisions on the date of December 13th, 2018, where xx,xxxx% of the share capital was present or represented, that is xxx.xxx.xxx shares of the total of 152.277.450 shares,

Based on the Law on Companies no 31/1990, republished, the Law no. 24/2017 regarding the issuers of financial instruments and market operations, the A.S.F. (Financial Supervisory Authority) Regulation no. 5/2018 regarding the issuers of financial instruments and market operations, and of the Constitutive Deed of the Company,

DECIDES:

DRAFT RESOLUTION no. 36

Sole article. With xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", in accordance with the provisions of art. 129, paragraph (2) and paragraph (5) of the Law no. 31/1990 on companies, the election of the OGMS meeting's secretariate, composed from:

1. Mr./Mrs. – Secretary designated from among the company's shareholders
2. Mr. Razvan-Alexandru BEJENARU – Technical secretary.

DRAFT RESOLUTION no. 37

Sole Article. With xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", the approval of the Income and Expenses Budget for the year 2021, as follows:

- A. The Budget of the General Activity for the year 2021 (Annex 1) with the following main elements:
 - a) turnover: 310.000 thousand lei;
 - b) total revenues: 327.068 thousand lei;
 - c) total expenses: 294.303 thousand lei;
 - d) gross result: 32.765 thousand lei;
 - e) net result: 27.523 thousand lei.
- B. The Budget of the Treasury Activity for the year 2021 (Annex 2);
- C. The main Economic- Financial Indicators for the year 2021 (Annex 3).

THE BUDGET OF THE GENERAL ACTIVITY
for the year 2021

(the amounts are expressed in thousands lei)

	PLANNED 2021	PLANNED 2020
Turnover	310.000	370.000
Income from the variation of inventories of finished products and production in progress	6.500	12.500
Income from the activity performed by the entity and capitalized	500	500
Other operating income	3.000	3.000
Total Operating Income	320.000	386.000
Expenses		
Expenses with materials	(102.400)	(137.000)
Expenses with manpower, of which:	(114.551)	(133.771)
Expenses with employees' benefits	(103.677)	(115.849)
Meal tickets	(7.232)	(8.230)
Other expenses with manpower, of which:	(3.642)	(9.692)
Holiday vouchers	(560)	(604)
Expenses related to external suppliers	(29.951)	(31.700)
Expenses with amortization of property, plant & eqpt	(30.000)	(33.000)
Other operating expenses	(577)	(1.300)
Expenses with depreciation of assets	(14.000)	(3.000)
Result from provisions	2.744	3.500
Total Operating Expenses	(288.735)	(336.271)
Operating Profit	31.265	49.729
Financial Revenues	7.068	7.500
Financial Expenses	(5.568)	(5.500)
Financial Profit	1.500	2.000
Total Revenues	327.068	393.500
Total Expenses	(294.303)	(341.771)
Profit before tax	32.765	51.729
Tax on profit	(5.242)	(8.277)
Net Profit of the financial year	27.523	43.452
Capital Expenses, of which:	7.156	52.222
for environmental protection	111	1.802
Sources for financing the capital expenses, of which:	7.156	52.222
Own sources	7.156	52.222

PRESIDENT,
GENERAL DIRECTOR,
GRIGORE FILIP

VICE-PRESIDENT,
FINANCIAL DIRECTOR,
DORU DAMASCHIN

**THE BUDGET OF THE TREASURY ACTIVITY
for the year 2021**

	YEAR 2021 (thousands lei)
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TREASURY CASH FLOWS FROM OPERATIONS	
Collected from Customers	327.670
Payments to suppliers and employees	(211.083)
Payments of tax, contributions and dues to the State Budget	(54.066)
Payments of tax on profit	(5.242)
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NET CASH FROM OPERATIONS	57.279
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TREASURY CASH FLOWS FROM INVESTMENTS	
interest collected	1.500
payments for acquisition of property, plant and equipment	(7.156)
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NET CASH FROM INVESTMENTS	(5.656)
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TREASURY CASH FLOWS FROM FINANCING OPERATIONS	
payment of dividends	(16.500)
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NET CASH FROM FINANCING OPERATIONS	(16.500)
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Net Increase/ decrease of cash and cash equivalents	35.123
Cash and cash equivalent at the beginning of the financial year	180.000
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Cash and cash equivalent at the end of the financial year	215.123
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**PRESIDENT,
GENERAL DIRECTOR,
GRIGORE FILIP**

**VICE-PRESIDENT,
FINANCIAL DIRECTOR,
DORU DAMASCHIN**

MAIN ECONOMIC & FINANCIAL INDICATORS
for the year 2021

	PLANNED YEAR 2021	PLANNED YEAR 2020	
I. Liquidity Indicators			
1. General liquidity	> 3,00	> 3,00	
2. Immediate liquidity	> 2,50	> 2,50	
3. General solvency rate	> 5,00	> 5,00	
II. Risk Indicators			
1. Indebtness rate indicator	0	0	
III. Activity Indicators			
1. Rotation of total assets	> 0,70	> 0,70	rotations
2. Rotation of immobilized assets	> 2,00	> 2,00	rotations
3. Rotation of circulating assets, of which:	> 1,00	> 1,00	rotations
- Rotation of inventories	> 2,20	> 3,00	rotations
- Rotation of total receivables	> 5,00	> 5,00	rotations
- Rotation rate of client debits	< 60	< 60	days
4. Rotation of total liabilities, of which:	< 7,00	< 7,00	rotations
- Rotation rate of supplier credits	> 30	> 30	days
IV. Profitability Indicators			
1. Return on equity rate	> 0,07	> 0,11	
2. Profitability rate for consumed resources	0,09	0,13	
3. Profitability rate from operations	10,09%	13,44%	
4. Net profit rate	8,88%	11,74%	
5. EBITDA	23,88%	22,76%	
V. Working Capital Indicators			
1. Company's own working capital	223.650	200.800	thousand lei
2. Working capital requirement	158.000	145.000	thousand lei
3. Net treasury	65.650	55.800	thousand lei

PRESIDENT
GENERAL DIRECTOR,
GRIGORE FILIP

VICE-PRESIDENT
FINANCIAL DIRECTOR,
DORU DAMASCHIN

DRAFT RESOLUTION no. 38

Art. 1. With xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", the approval to freeze, at the level decided by the Ordinary General Meeting of the Shareholders on the date of July 9th 2020, the allowance of the Directors (administrators) for the financial year 2021.

Art. 2. With xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", to designate a person, as representative of the General Meeting of Shareholders and, such person will represent the company, to edit and sign, with each of the members of the Board of Directors, the additional agreement to the specific contract, as applicable to each.

Art. 3. With xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", to empower and give the mandate to Mrs/ Mr., to edit and sign, with each of the members of the Board of Directors, the additional agreement to the specific contract, as applicable to each.

DRAFT RESOLUTION no. 39

Sole Article. With xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", approval to register the dividends for the year 2016, not collected and prescribed, in amount of 535.992,82 lei as "other revenues" in accordance with the legal provisions.

DRAFT RESOLUTION no. 40

Sole Article. With xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", the approval of the date of **January 7th 2021** as **Record Date** (*ex-date* **January 6th 2021**) for the shareholders under the effect of the resolutions adopted by the Ordinary General Meeting of the Shareholders.

DRAFT RESOLUTION no. 41

Sole Article. With xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", to empower the President- General Director of the Company, Mr. eng. Grigore Filip, with the possibility of substitution, to:

- a) sign on behalf of the Company and/or on behalf of the Company shareholders: the resolutions of the present Ordinary General Meeting of Shareholders, as well as all the documents prepared in the purpose to execute such resolutions, in relation to any natural or legal person, private or public; and
- b) perform all the legal formalities for registration, opposability, execution and publication of the resolutions adopted.

**President of the Board of Directors- General Director,
Grigore FILIP**

**TOTAL NUMBER OF SHARES AND VOTING RIGHTS
ON THE DATE OF CONVENING
THE ORDINARY AND THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS
ON December 16th 2020**

The share capital of Aerostar S.A. Bacau in total amount of 48.728.784 lei is divided into 152.277.450 shares with nominal value of 0,32 lei / share.

All the shares of Aerostar S.A. Bacau are in a single class of shares and they are nominative, ordinary, dematerialized, indivisible, of equal value and equal rights.

GMS Permanent Secretary,

Razvan-Alexandru BEJENARU